

EXHIBIT PX-1585

TIME SENSITIVE NOTICE
REGARDING (a) ORDER SETTING LAST DATE TO FILE CLAIMS AGAINST
DEBTORS RESIDENTIAL CAPITAL, LLC AND CERTAIN OF ITS DIRECT AND
INDIRECT SUBSIDIARIES, AND (b) UPDATES OF MATTERS RELEVANT TO
CERTAIN CERTIFICATEHOLDERS

NOTICE IS HEREBY GIVEN BY:

**THE BANK OF NEW YORK MELLON,
THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.,
DEUTSCHE BANK NATIONAL TRUST COMPANY,
DEUTSCHE BANK TRUST COMPANY AMERICAS,
U.S. BANK NATIONAL ASSOCIATION,
WELLS FARGO BANK, N.A., AND
HSBC BANK, NATIONAL ASSOCIATION**

IN THEIR SEVERAL CAPACITIES AS TRUSTEES AND/OR INDENTURE TRUSTEES (COLLECTIVELY, THE “RMBS TRUSTEES” AND EACH, AN “RMBS TRUSTEE”), TO THE HOLDERS OF CERTIFICATES, NOTES OR OTHER SECURITIES (THE “CERTIFICATEHOLDERS”) UNDER THE RESIDENTIAL MORTGAGE-BACKED SECURITIZATION TRUSTS IDENTIFIED IN EXHIBIT A, ATTACHED HERETO (COLLECTIVELY, THE “TRUSTS” AND EACH A “TRUST”).

THIS NOTICE CONTAINS IMPORTANT TIME-SENSITIVE INFORMATION FOR CERTIFICATEHOLDERS AND OTHER PERSONS POTENTIALLY INTERESTED IN THE TRUSTS. ALL DEPOSITORIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE, AS APPLICABLE, ARE REQUESTED TO EXPEDITE ITS RE-TRANSMITTAL TO CERTIFICATEHOLDERS IN A TIMELY MANNER.

Dated: October 17, 2012

This notice (the “**Notice**”) is given to you by the RMBS Trustees under the Pooling and Servicing Agreements (including Series Supplements and Standard Terms of Pooling and Servicing Agreements), Indentures and related Servicing Agreements (collectively, the “**Governing Agreements**”) governing the Trusts. Capitalized terms used but not defined herein shall have the meanings assigned to them in the Governing Agreements.

I. Background -- Residential Capital Bankruptcy Filing.

On May 14, 2012, Residential Capital, LLC, and certain of its direct and indirect subsidiaries (collectively, “**ResCap**” or the “**Debtors**”) filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) (*In re Residential Capital, LLC*, Case No. 12-12020 (MG) and related cases) (collectively, the “**Chapter 11 Cases**”). (To obtain information regarding the Chapter 11 Cases, please see Section V, below.)

II. Order Establishing Last Date for Filing Claims Against the Debtors.

On August 29, 2012, the Court entered an order (the "**Bar Date Order**") establishing **November 9, 2012 at 5:00 p.m. (Prevailing Eastern Time)** as the deadline for any person or entity that believes it is owed money by the Debtors to file a proof of claim against the Debtors (the "**Bar Date**").

Each RMBS Trustee will file proofs of claim by the applicable deadline on behalf of itself and the Trusts for which it acts as trustee for all obligations owing by the Debtors to the RMBS Trustee and each of the Trusts under the applicable Governing Agreements.

However, the RMBS Trustees' proofs of claim will not include direct claims that Certificateholders may have against any of the Debtors, including, but not limited to, claims arising from or relating to the ownership or purchase of the certificates, notes or other securities. Certificateholders that may have claims against any of the Debtors should consult with their own advisors and prepare and file their own proofs of claim prior to the Bar Date. The Bar Date Order provides that any holder of a claim that fails to timely file a proof of claim on or before the Bar Date shall not be treated as a creditor for purposes of voting upon any plan of reorganization filed in the Chapter 11 Cases or participating in any distribution in the Chapter 11 Cases on account of such claims.

Certificateholders wishing to file their own proofs of claim against any of the Debtors must deliver the original proof of claim against each such Debtor. A copy of the applicable proof of claim form, to which all proofs of claim submitted by creditors of ResCap must conform, may be obtained at <http://www.kccelle.net/rescap>.

III. Update Regarding the Proposed RMBS Trust Settlements.

In the notice to certain Certificateholders dated August 22, 2012 (the "**RMBS Trusts Settlement Notice**"), certain of the RMBS Trustees notified those Certificateholders holding securities under certain of the Trusts (the "**Settlement Trusts**" and each a "**Settlement Trust**") of proposed settlements (the "**Proposed RMBS Trust Settlements**") of the claims of the Settlement Trusts against certain Debtors relating to, among other things, the origination and sale of residential mortgages.

Please note that since the date of the RMBS Trusts Settlement Notice, the Proposed RMBS Trust Settlements have been, and in the future may be, amended, and the schedule for discovery, objections, and the hearing on the Debtors' motion to approve the Proposed RMBS Trust Settlements has been, and in the future may be, modified. The most current information regarding the terms of the Proposed RMBS Trust Settlements and related scheduling matters is available at www.rescaprmbssettlement.com. Certificateholders should not rely on the RMBS Trustees to provide updates regarding the Proposed RMBS Trust Settlements. Certificateholders are urged to regularly consult such website in order to keep abreast of developments with regard to the Proposed RMBS Trust Settlements.

IV. This Notice Is a Summary.

This Notice summarizes the Bar Date Order and the status of the Proposed RMBS Trust Settlements and is not a complete restatement of the Bar Date Order, the documents filed in connection with the Proposed RMBS Trust Settlements, relevant law or relevant legal procedures. The RMBS Trustees do not intend to send any further notices with respect to the matters addressed herein, and Certificateholders and other potentially interested persons are urged to carefully review the Bar Date Order, the Proposed RMBS Trust Settlements, and other pleadings that have been filed, and that subsequently may be filed, in the Chapter 11 Cases, and to consult with their own legal and financial advisors.

V. Other Sources of Information.

Information relevant to the Proposed RMBS Trust Settlements is available at <http://www.rescaprmbssettlement.com>, which will be updated each time additional, related, material papers are filed or orders are entered by the Court.

In addition, the Official Committee of Unsecured Creditors appointed in the Chapter 11 Cases has established an official website (the "[Committee Website](http://dm.epiq11.com/RES/Project)"), on which basic information concerning the Chapter 11 Cases has been posted, including, but not limited to, relevant contact information, upcoming dates and deadlines, statements and schedules filed by ResCap and a list of answers to frequently asked questions. The Committee Website can be reached at <http://dm.epiq11.com/RES/Project>.

You may also obtain any documents filed with the Court in the Chapter 11 Cases by logging on to PACER at <https://www.uscourts.gov> or by visiting ResCap's claims agent website at <http://www.kccllc.net/rescap>. If you have any questions, you may call (866) 241-7538 in the United States, +1 (202) 470-4565 outside the United States or send an email to questions@rescaprmbssettlement.com.

Inquiries regarding the matters set forth in this Notice regarding the Proposed RMBS Trust Settlements may be directed to questions@rescaprmbssettlement.com or, with respect to any particular Trust, to the RMBS Trustee for such Trust using the "RMBS Trustee Contact Information" for such RMBS Trustee at <http://www.rescaprmbssettlement.com>.

VI. Other Matters.

Certificateholders and other persons interested in the Trusts should not rely on the RMBS Trustees, or on counsel or other advisors retained by the RMBS Trustees, as their sole source of information.

Please note that the foregoing is not intended and should not be construed as investment, accounting, financial, legal or tax advice by or on behalf of the RMBS Trustees, or their directors, officers, affiliates, agents, attorneys or employees. Each person or entity receiving this Notice should seek the advice of its own advisers in respect of the matters set forth herein.

Please be further advised that each of the RMBS Trustees reserves all of the rights, powers, claims and remedies available to it under the Governing Agreements and applicable law. No delay or forbearance by an RMBS Trustee to exercise any right or remedy accruing upon the occurrence of a default, or otherwise under the terms of the Governing Agreements, other

documentation relating thereto or under applicable law, shall impair any such right or remedy or constitute a waiver thereof or an acquiescence therein.

Each of the RMBS Trustees expressly reserves its rights under each applicable Governing Agreement, including without limitation, its right to recover in full its fees and costs (including, without limitation, fees and costs incurred or to be incurred by such RMBS Trustee in performing its duties, indemnities owing or to become owing to such RMBS Trustee, compensation for such RMBS Trustee's time spent and reimbursement for fees and costs of counsel and other agents it employs in performing its duties or to pursue remedies) and its right, prior to exercising any rights or powers in connection with any applicable Governing Agreement at the request or direction of any Certificateholder, to receive security or indemnity satisfactory to it against all costs, expenses and liabilities which might be incurred in compliance therewith, and all rights that may be available to it under applicable law or otherwise.

Please be advised that with respect to any particular inquiry from individual Certificateholders, an RMBS Trustee may conclude that a specific response to such inquiry is not consistent with requirements under applicable law and regulation of equal and full dissemination of information to all Certificateholders.

THE BANK OF NEW YORK MELLON, THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., DEUTSCHE BANK NATIONAL TRUST COMPANY, DEUTSCHE
BANK TRUST COMPANY AMERICAS, U.S. BANK NATIONAL ASSOCIATION,
WELLS FARGO BANK, N.A., OR HSBC, NATIONAL ASSOCIATION, severally, as
trustees or indenture trustees of the Trusts